

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

**SECURITIES AND EXCHANGE  
COMMISSION,**

**Plaintiff,**

**-against-**

**ANDREW DEFRANCESCO, MARLIO  
MAURICIO DIAZ CARDONA, CARLOS  
FELIPE REZK, NIKOLA FAUKOVIC,  
and CATHERINE DEFRANCESCO,**

**Defendants.**

**23 Civ. 00131 (JSR)**

**ECF CASE**

**DECLARATION OF KATHERINE S. BROMBERG IN SUPPORT OF  
PLAINTIFF SECURITIES AND EXCHANGE COMMISSION'S  
UNOPPOSED MOTION FOR THE ISSUANCE OF LETTERS ROGATORY**

Katherine S. Bromberg, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a senior counsel with the Securities and Exchange Commission ("SEC").

I respectfully submit this Declaration in support of the SEC's unopposed motion (the "Motion") for the issuance of proposed letters rogatory (the "Letters Rogatory") addressed to the Ontario Superior Court of Justice seeking the assistance in obtaining testimony from two individuals listed in the Letters Rogatory.

2. I make this Declaration based upon personal knowledge and review of, among other things, email and other correspondence, documents, and testimony obtained by the SEC.

3. Andrew DeFrancesco's sister referenced in paragraph 33 of the Complaint is Andrea DeFrancesco. Andrew DeFrancesco's mother referenced in paragraph 38 of the Complaint is Carmella DeFrancesco (together with Andrea DeFrancesco, the "Prospective Witnesses").

4. Upon information and belief, the testimonial evidence sought from the Prospective Witnesses exists solely within their control and is not available through discovery of individuals within the jurisdiction of the United States District Court for the Southern District of New York. This includes each of the Prospective Witnesses' subjective understanding and knowledge of defendant Andrew DeFrancesco's control, influence, and practices with respect to GT Capital, Inc. (for which Andrea DeFrancesco is the nominal "President"), Sunnybrook Preemie Investments, Inc. (for which Carmella DeFrancesco is the nominal "President"), and Andrew DeFrancesco's use of those entities in his business dealings and related to Cool Holdings, Inc.

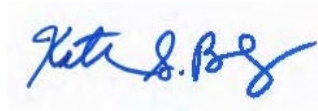
5. The SEC understands that the Prospective Witnesses are not available for deposition in this country, and the issuance of Letters Rogatory is necessary to secure the power to depose the Prospective Witnesses in Canada.

6. The last known addresses in Ontario, Canada for the Prospective Witnesses as set forth in the Letters Rogatory were obtained from documents obtained by the SEC and/or from public records. The information provided in the Letters Rogatory regarding the addresses and provinces of residence for the Prospective Witnesses is true and correct to the best of my knowledge and belief. The SEC will provide any updates to that information when the Letters Rogatory are presented for enforcement.

7. Section II of the Letters Rogatory contains factual recitations regarding the relationship of each of the Prospective Witnesses to the facts and claims alleged in this action, and necessity of each of the Prospective Witnesses' testimony and the subject matter about which they will be examined. These factual recitations are based upon the allegations in the SEC's Complaint and a review and analysis of email and other correspondence, documents, and testimony obtained by the SEC.

8. The Letters Rogatory make clear that the descriptions of the Prospective Witnesses reflect the views of the SEC, and not necessarily the views of any other party.

I declare under penalty of perjury that the foregoing is true and correct.



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Katherine S. Bromberg

Executed on March 15, 2023